

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

YINGLU YAO, Individually And On Behalf Of All
Others Similarly Situated,

Plaintiff,

vs.

FUWEI FILMS (HOLDINGS) CO., LTD.,
XIAOAN HE, JUN YIN, DUO WANG, TONGJU
ZHOU,

Defendants.

Case No. 07 Civ 9416 (RJS)

MEIRA RUBIN, Individually and On Behalf of All
Others Similarly Situated,

Plaintiff,

vs.

FUWEI FILMS (HOLDINGS) CO., LTD.,
XIAOAN HE, LIN TANG, MARK E. STULGA,
TONGJU ZHOU, DUO WANG, JUN YIN,
MAXIM GROUP LLC, CHARDAN CAPITAL
MARKETS, LLC, and WR HAMBRECHT & CO.
LLC,

Defendants.

Case No. 07 Civ 10323 (RJS)

**DECLARATION OF JOSEPH H. WEISS IN SUPPORT OF
THE MEMORANDUM OF LAW IN OPPOSITION TO COMPETING MOTIONS FOR
LEAD PLAINTIFF AND IN FURTHER SUPPORT OF MEIRA RUBIN AND
COSTACHI LERU'S MOTION FOR APPOINTMENT AS LEAD PLAINTIFFS**

JOSEPH H. WEISS, declares as follows:

1. I am admitted to practice in New York and am a partner with the law firm of
Weiss & Lurie, counsel for Meira Rubin and Costachi Leru, proposed Lead Plaintiffs herein. I

submit this Declaration in support of the Memorandum of Law in Opposition to Competing Motions for Lead Plaintiff and in Further Support of Meira Rubin and Costachi Leru's Motion for Appointment as Lead Plaintiffs.

2. Attached hereto as Exhibit A is a true and accurate copy of Schedule 13G filed with the Securities and Exchange Commission ("SEC") by Apex Glory Holdings on December 31, 2006.

3. Attached hereto as Exhibit B is a true and accurate copy of Schedule 13G filed with the SEC by Easebright Investments Limited on December 31, 2006.

3. Attached hereto as Exhibit C is a true and accurate copy of a press release attached as an exhibit to Form 6-K, filed with the SEC by Fuwei Films (Holdings) Co., Ltd. ("Fuwei") on June 26, 2007.

4. Attached hereto as Exhibit D is a true and accurate copy of a press release attached as an exhibit to Form 6-K, filed with the SEC by Fuwei on October 17, 2007.

Pursuant to the provisions of 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Executed this 7th day of January, 2008, at New York, New York.

s/ Joseph H. Weiss
JOSEPH H. WEISS